INTER-OFFICE CORRESPONDENCE
BOARD OF NATIONAL MISSIONS

TO Miss Voss and Miss Vint
FROM Mr. Gripp
RE: Act of Incorporation and By-Laws of the Woman's Board of Home Missions.

DATE March 29th, 1946

Attached hereto is copy of letter I have just written Miss Ogg, relative to having the Charter of the Woman's Board of Home Missions amended, which of course is self explanatory.

JCG:Ebs
enc.

TREASURER'S OFFICE
APR - 1 1946
BOARD OF NATIONAL MISSIONS

Board of National Missions
of the Presbyterian Church in the
United States of America
INCORPORATED APRIL 24, 1923 BY
ACT OF THE LEGISLATURE OF THE STATE OF NEW YORK
156 Fifth Avenue, New York 10, N.Y.

March 28th, 1946

Miss Emma Jessie Ogg,
145 Hicks Street
Brooklyn, N. Y.

Dear Miss Ogg:

Section 4. of the Act of Incorporation and By-Laws of the Woman's Board of Home Missions of the Presbyterian Church in the United States of America, reads in part as follows:

"but the said corporation shall not take and hold real and personal estate, the annual rental or income of which shall exceed the sum of $200,000.-"

Because of this wording the opposing attorneys in the Asheville, N. C., case against the Woman's Board of Home Missions, and the Board of National Missions, tried to prove that the legacy should not go to the Woman's Board. The attack was made during the adverse testimony of Dr. Morse, but was not pushed during the Trial because his testimony was not admitted. After the Trial I asked our North Carolina counsel, William Cooke, Jr., if in his opinion the Charter should be amended and he answered in the affirmative. Such matters are presented to Roy M. Hart, Esq., our General Counsel, and I have recently received his opinion in the matter. It is to the effect that the Woman's Board should not seek an amendment to the Charter because of this provision. The argument is that the amendment would not be retroactive and therefore there would be no benefit to the Woman's Board for legacies made prior to the date of the amendment. Since the assets of the Woman's Board are now in the name of the Board of National Missions he felt that a successful claim could not be made against the Woman's Board after the enactment of such an amendment since all the income is being reported to the Board of National Missions. The conclusion therefore is that it will not be necessary for the Woman's Board to take any action at their Annual Meeting to have the Charter amended as far as Section 4 is concerned.

Sincerely yours,

James C. Gripp,
Assistant to the Treasurer.

JCG:Ebs

TREASURER'S OFFICE
MAY 23 1941
BOARD OF NATIONAL MISSIONS

Addenda
Statement in behalf of the
Woman's Board of Home Missions of the Presbyterian
Church in the United States of America

In view of the fact that the answers given to the questions on the attached questionnaire may not convey the true status of the above Board, the following statement is made for purpose of clarity.

As stated in the answer to question No.2, the Woman's Board of Home Missions of the Presbyterian Church in the United States of America, incorporated April 28, 1915 under the laws of the State of New York, is the outgrowth of the original "Woman's Executive Committee of Home Missions" of said Church, unincorporated, which was organized in May 1878 by certain women of said Church living in and near New York for the purpose of carrying the gospel to and educating the youth living in the undeveloped sections of the country without church or educational facilities, and who became enrolled in the daily mission schools conducted by the said Woman's Executive Committee through gifts from both living and non-living sources received by them for disbursement in carrying out said purpose.

Because the home missions work carried on under the direct supervision of the Woman's Executive Committee among underprivileged youth located mainly in the southern and western states was co-extensive with the work of other organizations of the Presbyterian Church conducted on a nation-wide program, and the further fact that its title was frequently misunderstood as signifying only a local committee in New York, its title was changed in May 1897, although still unincorporated, to the present name in order to dissipate such an erroneous impression.

The work of the Woman's Board of Home Missions having increased yearly, both in scope and volume, the said Board applied to the "General Assembly of the Presbyterian Church in the United States of America," the supreme judicatory, and universally known as the highest ecclesiastical authority, of said Church, for consent to incorporate, and upon approval of said General Assembly at its annual meeting in 1914, the Woman's Board of Home Missions of the Presbyterian Church in the United States of America became incorporated on the date first above stated.

The work of this Board was gradually enlarged and extended by the erection of buildings for boarding schools, the facilities of which were made available to as many boys and girls as could be accommodated, while a few hospital buildings were erected in the interest of men and women as well as the youth of the community served needing hospitalization.

This corporate body continued to function as an active missionary organization until October 1, 1923, on which date by order of the General Assembly of 1923, the Woman's Board of Home Missions, in common with other boards and agencies specifically designated by the General Assembly as "subsidiary boards and agencies" or "subsidiary organizations" heretofore conducting different phases of home mission work, was directed by formal resolution to turn over its work, as well as its assets and liabilities, to the new corporation erected by the General Assembly, namely, the Board of National Missions of the Presbyterian Church in the United States of America, which latter Board was incorporated April 24, 1923 by Act of the Legislature of the State of New York. The resolution under which the above order was adopted reads in part as follows:

"Resolved ***** that the said Board of National Missions be authorized and empowered to proceed as the representative and agent of the General Assembly to carry on the work to which it has succeeded; that it take possession of, or direct the use of all incomes and funds appertaining to the work it has taken over, which are in, or may come into, the treasuries of subsidiary boards and agencies, or to which they may be entitled, but the said incomes and funds are to be used in strict compliance with the trusts under which they were obtained; and as the representative and agent of the General Assembly that it direct and control the functions of the boards and agencies to whose work and activities it has succeeded, as long as said subsidiary boards and agencies may remain in existence; that it take over from said subsidiary boards and agencies the property, funds, securities and other assets belonging to them whenever in the judgment of the said Board of National Missions it may legally be done without loss to the Church, and whenever directed by said Board of National Missions, the said subsidiary boards and agencies are hereby authorized and directed to convey, transfer and deliver to the Board of National Missions the properties, funds, securities and other assets belonging to said subsidiary boards and agencies, or such parts thereof as said Board of National Missions may from time to time direct, and that where necessary the subsidiary boards will obtain such legal authority as may be necessary to enable them to do so."

See Minutes 1923 Page 96

In accord with the above the Woman's Board of Home Missions secured an amendment to its charter which became a law on May 22, 1925, a part of which amendment reads as follows:

Section 3 "The said corporation is hereby authorized to assign, transfer, convey, set over and deliver to the Board of National Missions of the Presbyterian Church in the United States of America, any part or all of the property, estates, and rights of any and every description now held or enjoyed by it or which may hereafter be received by it, or to which it is or may hereafter become entitled by virtue of any grant, gift, bequest

or devise or otherwise howsoever, as the said General Assembly may direct; upon the condition hereby expressly declared that said property, estates, rights, legacies, devises, bequests and gifts shall be received, held and used by the said Board of National Missions of the Presbyterian Church in the United States of America upon the same trusts, and for the same uses and purposes only, as the same are now held or may now be used or otherwise would be held and used by the said corporation."

The General Assembly of 1922 also directed:

See Minutes of 1922 p. 160

"That the Charters of existing Boards, whose work is transferred to other Boards are to be retained, and obligations and operations thereunder continued by the new Boards until there shall have been accomplished all technical and legal adjustments necessary to completed transference; and as long thereafter as may be necessary in order to protect the title and possession of property owned or controlled by the existing Boards."

While the Woman's Board of Home Missions ceased to function as an active missionary organization on October 1, 1923, its corporate existence was retained, not only for the reason, and in accord with the direction of the General Assembly above quoted, but also for an equally vital purpose, to wit: That it be legally competent to claim, receive and duly receipt for any and all bequests made to it under wills duly executed either before or since its work was transferred to the said Board of National Missions, which latter Board, it should be clearly understood, is not the legal successor of the Woman's Board of Home Missions, and therefore the corporate existence of the latter Board is in no way affected by the said transfer of its work and funds, thus leaving it free to function in the manner directed by the highest ecclesiastical authority of the Presbyterian Church in the United States of America, namely, the General Assembly.

The Woman's Board of Home Missions therefore holds no property, real or personal, and has no income. In accord with the above directions all gifts and bequests received by the Woman's Board of Home Missions have been, or are in the process of being, conveyed to the Board of National Missions, thus complying with both the letter and spirit of the instructions of the General Assembly.

Its officers neither received, nor are entitled to receive, any remuneration for such service as they render, which service is freely given by them without compensation. The Woman's Board of Home Missions is not now, and never has been, a guise or pretense for directly or indirectly making pecuniary profit for itself or for any of its employees, but said Woman's Board of Home Missions was and is in good faith organized and conducted exclusively in behalf of the religious and missionary interests and purposes of the Presbyterian Church in the United States of America.

Typed by the Board Secretary
Form presented by U.S. Sec. of T. May, 1951